

11/10/10 2:37:59
OK P BK 141 PG 99
DESOTO COUNTY, MS
W.E. DAVIS, CH CLERK

LIMITED POWER OF ATTORNEY

Return to:
STEWART TITLE GUARANTY CO
5760 I-55 N STE 200
JACKSON MS 39211-2638
601-977-9776

RETURN AFTER RECORDING, ~~PLEASE RETURN TO:~~
Stewart Title Guaranty Company
1980 Post Oak Blvd., Suite 610
Houston, Texas 77056
Attn: Jackie Furash
SS# 50262, SS# 50257-MS

KNOW ALL PERSONS BY THESE PRESENTS:

§
§
THAT EXXONMOBIL OIL CORPORATION, a New York Corporation (herein called the "Company"), with a place of business at 5959 Las Colinas Boulevard, Irving, Texas 75039-2298, has MADE, CONSTITUTED AND APPOINTED the following individuals:

D. L. Cross - employee of Exxon Mobil Corporation
W. P. Crowe - employee of Exxon Mobil Corporation
S. Doerr - employee of Exxon Mobil Corporation
G. R. Garner - employee of Exxon Mobil Corporation
U. A. Gately - employee of Exxon Mobil Corporation
R. W. Hilchey - employee of Exxon Mobil Corporation
W. T. Hsieh - employee of Exxon Mobil Corporation
A. D. Jackson - employee of Exxon Mobil Corporation
J. P. Kiliddjian - employee of Exxon Mobil Corporation
L. L. Lazear - employee of Exxon Mobil Corporation
M. Pagano - employee of Exxon Mobil Corporation
D. J. Salamack - employee of Exxon Mobil Corporation
T. R. Tucker - employee of Exxon Mobil Corporation
D. Vieira - employee of Exxon Mobil Corporation

each of them being appointed herein as its true and lawful Agent and Attorney-in-Fact, (herein each sometimes called "Agent and Attorney-in-Fact") for it and in its name, place and stead to purchase, sell, assign, lease, convey, exchange, transfer, discharge, subordinate, manage, abandon, demolish, and/or improve and in all respects deal with on behalf of the Company any real properties and/or any personal property whether used on or about a property or separate therefrom located within any territory or state of the United States including the District of Columbia, including any such properties acquired by the Company after the date of this instrument (herein collectively called the "Properties") as expressly set forth in and under the terms of this power. The language set forth in this Power is in the singular; however, the powers herein granted shall be construed to apply equally to each Agent and Attorney-in-Fact appointed herein. Each said Agent and Attorney-in-Fact appointed herein shall have the power to act under this Power alone and without the joinder of the other.

Each Agent and Attorney-in-Fact is given and granted the authority to do and perform any and all acts in the name and on behalf of the Company that may be necessary or appropriate to carry out the following engineering and zoning activities; namely, to create and execute proffers associated with rezoning, proffered condition amendment and special exception applications filed on real property located in the County of Fairfax, Virginia, as well as on real property located in any and all other counties and jurisdictions throughout the United States of America, to execute instruments and documents relating to permits, licenses, applications for permits and licenses and Certificates of Capital Improvement in connection with the acquisition, sale, development, maintenance, repair and/or construction of retail and service station outlets or additions, modifications or enhancements thereto.

Each is hereby given and granted the power to take charge of and manage the Properties; to execute and file on behalf of the Properties any and all environmental applications, renewals, certifications, necessary or proper for filing before administrative or executive officers, boards and agencies, whether federal, state or municipal; to negotiate and enter into environmental access and other agreements relating to the Properties, including, but not limited to agreements with individuals and/or governmental agencies regarding reporting, compliance, consent decrees and/similar documents, releases, settlements, undertakings and the like; to sell and purchase Properties; to negotiate for and to list with real estate brokers or agents to contract to sell, convey and exchange said Properties for cash or on credit or both, including the power to acquire and dispose of properties as a part of tax free exchange transactions; the power to negotiate for and to contract to

purchase any Properties by and on behalf of the Company for cash or on credit or both; the power to lease Properties, including without limitation the power to enter into long term and short term lease agreements, such leases to be on such terms, conditions and agreements as to him may seem appropriate; the power to execute lease agreements on behalf of the Company acting as lessee for the leasing by the Company of other Properties owned by third parties; and in the performance of any of the above powers, to make, execute, sign, seal and deliver on behalf of and in the name of the Company any and all instruments and documents relating to any real estate located in the United States of America, including without limitation, leases, sale and purchase contracts, option agreements, memoranda of lease, settlement agreements arising from condemnation proceedings or otherwise, access agreements, zoning and land use agreements including, but not limited to, building permit applications, easement agreements, lease terminations, nondisturbance agreements, attornment agreements, discharges, subordination agreements, releases, conveyances, real estate listing agreements, management agreements, deeds of conveyance, with or without covenants of general or special warranty and with or without vendor's liens retained for the benefit of the Company or for the benefit of any third party beneficiary, and without limitation, the power to execute and deliver on behalf of the Company any and all other instruments and documents reasonably necessary and requisite to the initiation, prosecution or consummation of any of said transactions, all of such instruments, documents and agreements to be upon and contain such terms, conditions, stipulations, clauses, warranties, covenants and agreements as to him and in his sole judgment and discretion shall be deemed appropriate, mete and proper; and

GIVING and GRANTING unto said Agent and Attorney-in-Fact full power and authority to do and perform all and every act and thing and to exercise any and every power whatsoever requisite and necessary to be done in and about the aforesaid premises, as fully and to all intents and purposes as an officer of the Company could do if personally present, and the Company hereby ratifies and confirms whatsoever the Agent and Attorney-in-Fact may do in exercise of the powers hereby conferred, including without limitation whatsoever shall be done between the revocation of this Power of Attorney and the time of such revocation becoming known to said Agent and Attorney-in-Fact; and the undersigned hereby adopts, ratifies and confirms whatever said Agent and Attorney-in-Fact shall and may do by virtue hereunder, in, but only in, the aforesaid premises.

The undersigned hereby agrees and represents to those dealing with said Agent and Attorney-in-Fact therein that this Power of Attorney may be voluntarily revoked by the undersigned at any time by a written revocation hereof, filed for record in

the offices of the County Clerk, Recorder, Prothonotary, or other public official having management of real property records in any jurisdiction where the Company owns or leases property and where a signed copy of this Power may be originally recorded, which such revocation shall be effective and shall only be effective in any given jurisdiction as of, from and after the 10th day subsequent to such filing of the same for record in such jurisdiction.

This Power of Attorney is granted and is immediately in full force and effect in any jurisdiction where it is recorded until (1) it is revoked and notice of revocation is filed for record in such jurisdiction as herein provided; or (2) this Power of Attorney shall expire on January 31, 2015 and is contingent on the continued employment of the herein named individuals by Exxon Mobil Corporation. It shall not be necessary for the Company to execute separate instruments with respect to each of said properties of the Company which may be affected by action taken by the Agent and Attorney-in-Fact under this Power. The undersigned hereby authorizes the Agent and Attorney-in-Fact named herein to execute separate affidavits, property designations, notices, or similar instruments (herein called "Property Identification Instruments"), specifically identifying the Property or Properties to which this Power applies, giving notice of this Power of Attorney, and the place or places within any territory or state of the United States where it may be filed for record (including the Volume and Page, Clerk's or Recorder's File Number, or similar public record reference location), identifying the specific property or properties described therein as being covered by this Power, and further stating that this Power is in full force and effect. Said Property Identification Instruments may be in such form as deemed reasonably necessary or required in order to file the same for record in the local counties of any territory or state of the United States where any of the Properties are located. Said Property Identification Instruments may be relied upon by any lessor, lessee, lender, seller, purchaser, broker, title or escrow company, local, state or federal official or any other person interested in any of such Properties without inquiry as to the authority of said Agent and Attorney-in-Fact in regard to the powers exercised by him.

This Power of Attorney is executed pursuant to the resolution adopted by the Board of Directors of the Company on March 3, 2000, a true and correct copy of which is attached hereto as Exhibit "A".

EXECUTED this the 15th day of September, 2010.

EXXONMOBIL OIL CORPORATION, a New
York Corporation

(Corporate Seal)

ATTEST:

By: D. R. Taul
Name:
Title: Asst. Secretary

By: H. R. Cramer *df*
Name: H. R. Cramer
Title: Vice President

Executed as a sealed instrument on the date hereinabove
written, and signed sealed and acknowledged in the presence of:

Christina LaMon L. S.
WITNESS
Name Printed: Christina LaMon

Kathleen Powell L. S.
WITNESS
Name Printed: Kathleen Powell



CERTIFICATE OF SECRETARY

I, S.A. Tamer Asst. Secretary of EXXONMOBIL OIL CORPORATION, do hereby certify that as of the date hereof, H. R. Cramer is the duly elected, qualified and acting Vice President of EXXONMOBIL OIL CORPORATION and that the signature above is such person's true and genuine signature, and that this instrument has been executed and sealed pursuant to the authority of the Board of Directors of the Company.

Dated: Sept. 15, 2010 H. R. Cramer
Asst. Secretary

COMMONWEALTH OF VIRGINIA:

SS:

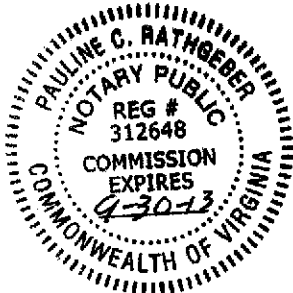
COUNTY OF FAIRFAX:

On the 15th day of September, in the year 2010, before me, the undersigned, personally appeared H. R. Cramer, Vice President of ExxonMobil Oil Corporation, a New York corporation, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his capacity and that by his signature on the instrument, the corporation upon behalf of which the individual acted, executed the instrument, and that such individual made such appearance before the undersigned in the County of Fairfax.

Pauline C. Rathgeber
Notary Public

(Notarial Seal Here)

My commission expires: 9-30-13



COMMONWEALTH OF VIRGINIA:

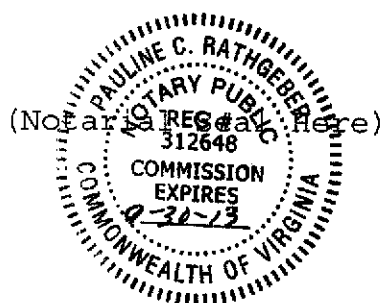
SS:

COUNTY OF FAIRFAX:

On the 15th day of September, in the year 2010, before me, the undersigned, personally appeared Don R. Jank, Asst. Secretary of ExxonMobil Oil Corporation, a New York corporation, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity and that by his signature on the instrument, the corporation upon behalf of which the individual acted, executed the instrument, and that such individual made such appearance before the undersigned in the County of Fairfax.

Pauline C. Rathgeber
Notary Public

(Notary Public for the State of Virginia)

My commission expires: 9-30-13

ADDRESS OF COMPANY:

EXXONMOBIL OIL CORPORATION
Downstream Law Department
3225 Gallows Road
Fairfax, Virginia 22037-0001
Attn: Don R. Fullerton, Esq.

Prepared by:

Exxon Mobil Corporation - Law Department
3225 Gallows Road
Fairfax, VA 22037-0001
Attn: Don R. Fullerton, Esq.

Exhibit "A"

CERTIFICATE OF CORPORATE RESOLUTION

The undersigned, Assistant Secretary of EXXONMOBIL OIL CORPORATION, a New York Corporation, ("the Corporation") does hereby certify that at a meeting of the Board of Directors of the Corporation attended by a quorum of the Directors on March 3, 2000, the following Resolution (among others) was made and adopted:

"RESOLVED, That the President or any Vice President of the Corporation elected by the Board of Directors be, and each of them hereby is, empowered to execute all papers requiring execution in the name of the Corporation, and the Secretary or any Assistant Secretary is hereby authorized to affix the seal of the Corporation to such papers as require the seal and each of said officers is hereby empowered to acknowledge and deliver any such instruments as fully as if such authority were granted in each particular instance."

That the above resolution has not been rescinded, canceled, or revoked and is still in full force and effect as of the date of this certification.

That H. R. Cramer was elected to the position of Vice President effective March 3, 2000, and is presently serving in that position as of the date of this certification.

GIVEN UNDER THE HAND of the undersigned and the seal of the Corporation, on this the 15th day of Sept, 2010.

H. R. Cramer
Name:
Assistant Secretary

(Corporate Seal)

